

ENTERED

November 06, 2023

Nathan Ochsner, Clerk

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
FIELDWOOD ENERGY III LLC, et al.	§	Case No. 20-33948 (MI)
	§	
	§	(Jointly Administered)
Post-Effective date Debtors.¹	§	

**STIPULATION AND AGREED ORDER GRANTING THE
PLAN ADMINISTRATOR'S OBJECTION TO
ILX PROSPECT KATMAI, LLC'S AND RIDGEWOOD KATMAI, LLC'S
PROOFS OF CLAIM**

[Related to POC Nos. 874 and 875 and Doc. No. 2831]

This Stipulation and Agreed Order (the "Stipulation") is entered into by and among David Dunn ("Administrator"), as Plan Administrator of Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, Fieldwood Energy Inc., GOM Shelf LLC and FW GOM Pipeline, Inc. and ILX Prospect Katmai, LLC and Ridgewood Katmai, LLC (collectively, "Katmai") (together, the Administrator and Katmai are collectively referred to as the "Parties", and each as a "Party"). The Parties hereby stipulate and agree as follows:

WHEREAS, ILX Prospect Katmai, LLC filed Proof of Claim No. 874 (the "ILX Katmai Claim");

¹ The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494); Fieldwood Energy, Inc. (4991, GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore, LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the "**Post-Effective Date FWE I Subsidiaries**") are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Offshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703; and Galveston Bay Processing LLC (0422).

WHEREAS, Ridgewood Katmai, LLC filed Proof of Claim No. 875 (the “Ridgewood Katmai Claim”);

WHEREAS, the Administrator filed his Objection to ILX Prospect Katmai, LLC and Ridgewood Katmai, LLC’s Proofs of Claim Nos. 874 and 875 [Doc. No. 2831] (the “Objection”) on August 15, 2023; and

WHEREAS, the Parties have agreed, subject to the approval of the Bankruptcy Court, to resolve the Objection as set forth herein.

NOW, THEREFORE, after good-faith, arms-length negotiations, in consideration of the foregoing, it is hereby **STIPULATED AND AGREED**, and upon approval by the Bankruptcy Court of this Stipulation, it is so **ORDERED**:

1. The foregoing recitals are hereby incorporated by reference into this Stipulation with the same force and effect as if set forth fully herein.
2. The Objection is sustained as set forth herein.
3. The ILX Katmai Claim and the Ridgewood Katmai Claim are disallowed in their entirety solely with respect to the Debtors, the Debtors’ bankruptcy estates, the Administrator, and the Post-Effective Date Debtors; *provided however*, that such disallowance shall not affect any rights or claims held by Katmai against any third parties, including, without limitation, any claims for indemnity or otherwise against QuarterNorth Energy LLC (or any of its successors or assigns) arising from or related to the *in rem* complaint filed by Atlantic Maritime Services LLC against Katmai in the Eastern District of Louisiana, Case No. 2:20-cv-03099 (JTM-JVM).
4. Except as otherwise provided in this Stipulation, nothing in this Stipulation shall be deemed: (a) an admission as to the validity of any claim against the Debtors; (b) a waiver of the

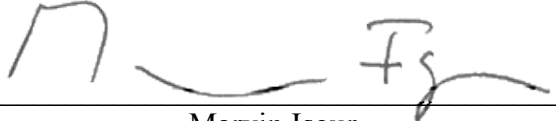
Administrator's rights to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any particular claim is of a type specified or defined in the Objection or any order granting the relief requested by the Objection; (e) a request or authorization to assume any prepetition agreement, contract, or lease pursuant to Section 365 of the Bankruptcy Code; or (f) a waiver of the Administrator's rights under the Bankruptcy Code or any other applicable law.

5. Kroll Restructuring Administration LLC, the Debtors' claims and noticing agent, (the "Claims Agent") is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in this Stipulation.

6. The Administrator, the Claims Agent, and the Clerk of the Court are authorized to take all actions necessary to effectuate the relief granted pursuant to this Stipulation in accordance with the Objection.

7. This Court retains exclusive jurisdiction to resolve any dispute arising from or related to this Stipulation.

Signed: November 06, 2023



Marvin Isgur
United States Bankruptcy Judge

AGREED:

**BOND ELLIS EPPICH SCHAFFER JONES SIDLEY AUSTIN LLP
LLP**

/s/ Aaron Guerrero

Ken Green

Texas Bar No. 24036677

Aaron Guerrero

Texas Bar No. 24050698

Bryan Prentice

Texas Bar No. 24099787

950 Echo Lane, Suite 120

Houston, Texas 77024

(713) 335-4990 telephone

(713) 335-4991 facsimile

Ken.green@bondsellis.com

Aaron.guerrero@bondsellis.com

Bryan.prentice@bondsellis.com

/s/ Jeri Leigh Miller

Duston McFaul

Texas Bar No. 24003309

Jeri Leigh Miller

Texas Bar No. 24102176

1000 Louisiana Street, Suite 5900

Houston, Texas 77002

(713) 495-4500 telephone

dmcfaul@sidley.com

Jeri.miller@sidley.com

**ATTORNEYS FOR ILX PROSPECT
KATMAI, LLC'S AND RIDGEWOOD
KATMAI, LLC**

**ATTORNEYS FOR DAVID DUNN, PLAN
ADMINISTRATOR FOR THE POST-
EFFECTIVE DATE DEBTORS**